

# Southern Pacific Transportation Company

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September 9, 1988

7019-N  
RECORDATION NO. 7019-N  
FILE 1488

SEP 12 1988 3 10 PM

INTERSTATE COMMERCE COMMISSION

VIA DHL AIR COURIER

Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
12th Street and Constitution Avenue, N.W.  
Washington, D.C. 20423

RE: I.C.C. Finance Docket No. 27341 --  
Southern Pacific Transportation Company  
Equipment Trust Agreement, Series 61

Dear Ms. McGee:

There are enclosed for recording, pursuant to the provisions of Title 49, United States Code, Section 11303, the original and three (3) fully executed counterparts of Declaration of Full Payment, dated as August 31, 1988, creating Southern Pacific Transportation Company Equipment Trust, Series 61, together with voucher in payment of the recording fee.

The following documents have been recorded with the Commission under Section 11303 in this matter:

Equipment Trust Agreement dated as of April 15, 1973, recorded on May 4, 1973, at 3:25 PM, assigned Recordation No. 7019;

Supplement to Equipment Trust Agreement dated as of March 1, 1974, recorded on March 11, 1974, at 2:40 PM, assigned Recordation No. 7019-A;

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Second Supplement to Equipment Trust Agreement dated as of December 7, 1979, recorded on December 17, 1979, at 1:20 PM, assigned Recordation No. 7019-B;

Third Supplement to Equipment Trust Agreement dated as of August 1, 1982, recorded on August 16, 1982, at 2:15 PM, assigned Recordation No. 7019-C;

Fourth Supplement to Equipment Trust Agreement dated as of August 31, 1982, recorded on September 2, 1982, at 12:45 PM, assigned Recordation No. 7019-D;

Assignment and Transfer of Certain Road Equipment dated as of August 31, 1982, recorded on January 4, 1983, at 11:00 AM, assigned Recordation No. 7019-E;

Fifth Supplement to Equipment Trust Agreement dated as of June 1, 1984, recorded on June 19, 1984, at 3:10 PM, assigned Recordation No. 7019-F;

Sixth Supplement to Equipment Trust Agreement dated as of June 30, 1984, recorded on July 17, 1984, at 11:20 AM, assigned Recordation No. 7019-G;

Assignment and Transfer of Certain Road Equipment dated as of June 30, 1984, recorded on July 17, 1984, at 11:20 AM, assigned Recordation No. 7019-H;

Seventh Supplement to Equipment Trust Agreement dated as of May 15, 1985, recorded on June 6, 1985, at 12:55 PM, assigned Recordation No. 7019-I;

Eighth Supplement to Equipment Trust Agreement dated as of March 31, 1986, recorded on April 29, 1986, at 9:55 AM, assigned Recordation No. 7019-J;

Assignment and Transfer of Certain Road Equipment dated as of March 31, 1986, recorded on April 29, 1986, at 9:55 AM, assigned Recordation No. 7019-K;

Ninth Supplement to Equipment Trust Agreement dated as of June 1, 1987, recorded on July 21, 1987, at 1:30 PM, assigned Recordation No. 7019-L; and

Assignment and Transfer of Certain Road Equipment dated as of June 1, 1987, recorded on July 21, 1987, at 1:30 PM, assigned Recordation No. 7019-M.

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When the recording of the Declaration of Full Payment has been completed, will you kindly endorse, with the pertinent recording information, all executed counterparts thereof which are presented to you, and return three (3) of the same to the undersigned.

Very truly yours,



Louis P. Warchot

Enclosures

cc: Mr. E. L. Johnson  
(Attn.: Mr. C. D. Tyler)

7019-N  
RECORDATION NO. \_\_\_\_\_ FILED 1973

SEP 12 1982 4 19 PM

~~INTERSTATE COMMERCE COMMISSION~~

SOUTHERN PACIFIC TRANSPORTATION COMPANY

EQUIPMENT TRUST

SERIES 61

*Recordation No.*

*7019-N*

EQUIPMENT TRUST AGREEMENT

Dated as of April 15, 1973

\_\_\_\_\_  
DECLARATION OF FULL PAYMENT  
\_\_\_\_\_

SOUTHERN PACIFIC TRANSPORTATION COMPANY  
EQUIPMENT TRUST, SERIES 61

Equipment Trust Agreement Dated as of April 15, 1973

DECLARATION OF FULL PAYMENT

First Pennsylvania Bank, N.A. (formerly known as The First Pennsylvania Banking and Trust Company, herein called the "Trustee"), Trustee under that certain Equipment Trust Agreement dated as of April 15, 1973, as supplemented, between the Trustee and Southern Pacific Transportation Company, pursuant to which was created and constituted "Southern Pacific Transportation Company Equipment Trust, Series 61," does hereby acknowledge and declare that the purchase money for the equipment subject to said Equipment Trust Agreement has been paid in full; that all of the terms and conditions of the said Equipment Trust Agreement, as supplemented, have been performed; that Southern Pacific Transportation Company has made all payments and met all charges required by the said Equipment Trust Agreement, as supplemented; that all of the interests in Southern Pacific Transportation Company Equipment Trust, Series 61, and the dividends thereon, have been satisfied, paid and discharged; and the said Equipment Trust Agreement, as supplemented, and the lease by Trustee to Southern Pacific Transportation Company of the railroad equipment described therein, have terminated, and the Trustee is now obligated by the said Equipment Trust Agreement to assign and transfer the said

railroad equipment to Southern Pacific Transportation Company as the absolute property of Southern Pacific Transportation Company.

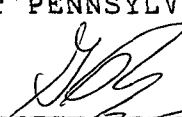
AND it does hereby consent that the record of its title to all the equipment covered by the said Equipment Trust Agreement, as supplemented, be cancelled and discharged, and that this declaration may be filed or recorded or noted on the margin of the record of the said Equipment Trust Agreement wherever the same may have been filed or recorded.

AND it does hereby constitute and appoint GEORGE J. RAYZIS to be its attorney for it, and in its name and as and for its corporate act and deed, to acknowledge this instrument, before any person having authority by the laws of the Commonwealth of Pennsylvania or elsewhere to take such acknowledgement, to the intent that the same may be duly recorded.

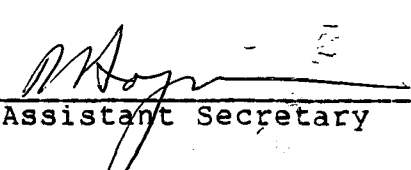
IN WITNESS WHEREOF, First Pennsylvania Bank, N.A., Trustee as aforesaid, acting in accordance with the terms and conditions of the Equipment Trust Agreement, as supplemented, has caused this Declaration to be signed in its name and its corporate seal to be hereunto affixed, duly attested, as of the 31<sup>st</sup> day of August, 1988.

FIRST PENNSYLVANIA BANK, N.A., Trustee

By

  
Corporate Trust Officer

ATTEST:

  
Assistant Secretary

UNITED STATES OF AMERICA                    )  
  )  
COMMONWEALTH OF PENNSYLVANIA            )    ss.  
  )  
CITY AND COUNTY OF PHILADELPHIA        )

On this 31<sup>st</sup> day of August, 1988, before me personally appeared GEORGE J. RAYZIS, to me personally known, who, being by me duly sworn, says that he is Corporate Trust Officer of FIRST PENNSYLVANIA BANK, N.A.; that the seal affixed to the foregoing instrument is the corporate seal of said corporation; that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Lynne N. McCorry  
Notary Public

